



CHEMEMAN PUBLIC COMPANY LIMITED

บริษัท เคมีแมน จำกัด (มหาชน)

10th-11th Floor, Lake Rajada Office Complex 2
195/11-12 Rajadapisek Road, Klongtoey
Bangkok 10110 THAILAND

Tel : (662) 661-9734-8
Fax : (662) 260-9176
<http://www.chememan.com>

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Ref. CMAN-IR005/2021

23 April 2021

Subject: Notification of the Resolution of the 2021 Annual General Meeting of Shareholders
To: President
The Stock Exchange of Thailand

Chememan Public Company Limited ("The Company") would like to inform the resolution of the 2021 Annual General Meeting of Shareholders ("The Meeting"), held on 23 April 2021 at 10:00 hrs., only through electronics media (e-Meeting), in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and other related laws and regulations. The Meeting considered and resolved each agenda as follows:

Before voting, there were 37 shareholders and proxies having voting rights attending the 2021 Annual General Meeting of Shareholders. The total number of shares was 608,525,445 shares which was equivalent to 63.3881 percent of the Company's shares. Thus, the quorum was attained.

Agenda 1 To acknowledge the Company's operational results for the year 2020

As this agenda is for acknowledgement, no voting was required.

Agenda 2 To consider and approve the Company's Statement of Financial Position and Statement of Comprehensive Income for the year ended 31 December 2020, and Auditor's Report

Resolution

The Meeting resolved to approve the Company's Statement of Financial Position and Statement of Comprehensive Income for the year ended 31 December 2020, and Auditor's Report which have been audited by a certified public accountant and approved by the Audit Committee and the Board of Directors. The Meeting resolved to approve this agenda by a majority vote of shareholders presented at the Meeting and cast their votes as follows:

Approved	608,525,445	votes,	equivalent to	100%
Disapproved	0	vote,	equivalent to	-
Abstained	0	vote,	not constituted as vote	
Voided	0	vote,	not constituted as vote	



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Agenda 3 To consider and approve the omission of allocation of profit as statutory reserve and the omission of dividend payment for the year 2020

Resolution

The Meeting resolved to approve the omission of the allocation of profit as statutory reserve and the omission of dividend payment for the year 2020 due to the net loss in the consolidated financial statements in the amount of Baht 136,752,062. The Meeting resolved to approve this agenda by a majority vote of shareholders presented at the Meeting and cast their votes as follows:

Approved	608,525,445	votes,	equivalent to	100%
Disapproved	0	vote,	equivalent to	-
Abstained	0	vote,	not constituted as vote	
Voided	0	vote,	not constituted as vote	

Agenda 4 To consider and approve the appointment of auditors and to fix the audit fee for the year 2021

Resolution

The Meeting resolved to approve the appointment of auditors and to fix the audit fee for the year 2021 with the following details:

1. Approved the appointment of the auditors from PKF Audit (Thailand) Limited to be the auditors of the Company for the year 2021. The list of auditors shall be as follows:
 - Mr. Pitinan Lilamethwat (Certified Public Accountant No. 11133) or
 - Miss Sawinee Sawanont (Certified Public Accountant No. 7092) or
 - Miss Napaporn Sathitthammaporn (Certified Public Accountant No. 7494)

Any one of the auditors shall audit and express opinions on the financial statements of the Company. In this regard, the qualifications of these 3 auditors are in accordance with the Notification of the SEC Office. They have no relationship and/or interest with the Company or its subsidiaries or executives or major shareholders or any persons related to such individual in a manner that will affect the independent duty performance. This appointment would be the third consecutive fiscal year from the fiscal year of 2019 – 2020.



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2. Approved to fix the annual audit fee for the year 2021, including the audit Fee for report submitted to the Office of the Board of Investment of Thailand, in the amount totaling to Baht 2,050,000, exclusive of VAT and out of pocket expenses which would incurred on an actual basis.

Audit Fee (Baht) (Excluding VAT)	Year 2021
1. Audit Fee for Company's Annual Separated and Consolidated Financial Statements	1,060,000
2. Audit Fee for Company's Quarterly Separated and Consolidated Financial Statements	840,000
3. Audit Fee for Report submitted to the Office of the Board of Investment of Thailand	150,000
Total Annual Audit Fee	2,050,000
4. Actual miscellaneous expenses incurred during operations, such as transportation fee, expenses for photocopying documents, etc.	Based on actual payment

The Meeting also acknowledged that the auditors of the subsidiaries were not from the same audit firm as the auditors of the Company. The Board of Director would ensure that the subsidiaries would be able to complete the audit report in a timely manner.

The Meeting resolved to approve this agenda by a majority vote of shareholders presented at the Meeting and cast their votes as follows:

Approved	608,525,445	votes,	equivalent to	100%
Disapproved	0	vote,	equivalent to	-
Abstained	0	vote,	not constituted as vote	
Voided	0	vote,	not constituted as vote	

Agenda 5 To consider and elect directors to replace the directors who are retired by rotation

Resolution

The Meeting resolved to re-elect 3 directors, namely:

1. Mrs. Rajjaneepen Ungpakorn Director
2. Mr. Charoen Churekanont Director
3. Miss Amata Issarangura Na Ayudhaya Independent Director and Audit Committee



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who are due to retire from office by rotation to resume the office for another term by a majority vote of shareholders presented at the Meeting and cast their votes for each individual candidate as follows:

1. Mrs. Rajjaneepen Ungpakorn

Approved	607,313,725	votes,	equivalent to	100%
Disapproved	0	vote,	equivalent to	-
Abstained	1,211,720	votes,	not constituted as vote	
Voided	0	vote,	not constituted as vote	

2. Mr. Charoen Churekanont

Approved	601,865,565	votes,	equivalent to	100%
Disapproved	0	vote,	equivalent to	-
Abstained	6,659,880	votes,	not constituted as vote	
Voided	0	vote,	not constituted as vote	

3. Miss Amata Issarangura Na Ayudhaya

Approved	608,367,645	votes,	equivalent to	99.9987%
Disapproved	7,800	votes,	equivalent to	0.0013%
Abstained	150,000	votes,	not constituted as vote	
Voided	0	vote,	not constituted as vote	

Agenda 6 To consider and approve the remuneration of the Board of Directors for the year 2021

Resoluton

The Meeting resolved to approve the remuneration of directors for the year 2021, consisting of monthly remuneration and meeting attendance fee without any other benefits, under the same criteria and rate as approved by the Annual General Meeting of Shareholders for the Year 2020 (which is the same criteria approved by the Extraordinary General Meeting of Shareholders No. 2/2017 on 8 August 2017 and is still effective) as follows:



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- 1) Monthly remuneration

Chairman	Baht 18,000 per month
Director	Baht 15,000 per month
- 2) Board of Directors' Meeting Attendance Fee

Chairman	Baht 18,000 per meeting
Director	Baht 15,000 per meeting
- 3) Audit Committee's Meeting Attendance Fee

Chairman of Audit Committee	Baht 14,400 per meeting
Member of Audit Committee	Baht 12,000 per meeting

The Meeting resolved to approve this agenda by a vote of no less than two-thirds (2/3) of the total number of votes of shareholders presented at the Meeting as follows:

Approved	608,525,445	votes,	equivalent to	100%
Disapproved	0	vote,	equivalent to	-
Abstained	0	vote,	equivalent to	-
Voided	0	vote,	not constituted as vote	

The Chairman adjourned the Meeting at 11.13 hrs.

Please be informed accordingly.

Yours sincerely,

-Adisak Lowjun-

(Mr. Adisak Lowjun)

Chief Executive Officer

Company Secretary

Tel: 02-661-9734 connect 102